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Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered

**SECOND MONTHLY FEE STATEMENT OF  
CENTERVIEW PARTNERS LLC FOR  
ALLOWANCE AND PAYMENT OF  
COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD MARCH 1, 2019  
THROUGH MARCH 31, 2019**

- [No hearing requested]

[No hearing requested]

Centerview Partners LLC

Investment Banker for the Official Committee of  
Unsecured Creditors

May 16, 2019 *nunc pro tunc* to February 15, 2019

March 1, 2019 through March 31, 2019

\$200,000.00 (80% of \$250,000.00)

\$19,717.01<sup>1</sup>

<sup>1</sup> Total expenses requested in this statement include \$5,304.79 incurred during the February 15, 2019 – February 28, 2019 fee period (the “Carryover Expenses”) that were not included in the prior Centerview Partners LLC Fee Statement due to delays caused by accounting and processing.

1 Statement (this “Monthly Fee Statement”) for allowance and payment of compensation for professional  
2 services rendered and for reimbursement of actual and necessary expenses incurred for the period  
3 commencing March 1, 2019 through March 31, 2019 (the “Fee Period”) and incurred during prior fee  
4 periods solely as it relates to the Carryover Expenses, pursuant to the *Order Pursuant to 11 U.S.C §§*  
5 *331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim*  
6 *Compensation and Reimbursement of Expenses of Professional dated February 27, 2019* [Docket No.  
7 701] (the “Interim Compensation Procedures Order”).  
8

9 By this Fee Statement, Centerview requests allowance and payment of \$200,000.00 (80% of  
10 \$250,000.00) as compensation for professional services rendered to the Committee during the Fee Period  
11 and allowance and payment of \$19,717.01 (representing 100% of the expenses allowed) as  
12 reimbursement for actual and necessary expenses incurred by Centerview during the Fee Period and  
13 incurred during prior fee periods solely with respect to the Carryover Expenses.  
14

15 Annexed hereto as **Exhibit A** hereto is a schedule for the Fee Period, setting forth the total  
16 amount of reimbursement sought in this Monthly Fee Statement. As reflected in **Exhibit A**, Centerview  
17 incurred \$250,000.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Centerview  
18 seeks reimbursement for \$200,000.00 (80% of the incurred fees). Additionally, Centerview seeks  
19 reimbursement for \$19,717.01 of expenses. Attached hereto as **Exhibit B** is a schedule of the number  
20 of estimated hours expended by Centerview professionals during the Fee Period with respect to each of  
21 the subject matter categories. The professionals of Centerview have expended an estimated total of 336.0  
22 hours in connection with these chapter 11 cases during the Fee Period. Attached hereto as **Exhibit C** is  
23 a detailed itemization of expenses Centerview is seeking reimbursement for in this Fee Statement.  
24 Attached hereto as **Exhibit D** is Centerview’s invoice for the Fee Period.  
25

26 Although every effort has been made to include all fees and expenses incurred in the Fee Period,  
27 some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by  
28 accounting and processing during the Fee Period. Centerview reserves the right to make further

1 application to this Court for allowance of such fees and expenses not included herein. Subsequent  
2 Monthly Fee Statements will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules,  
3 Bankruptcy Local Rules, and the Interim Compensation Order.

4 **PLEASE TAKE FURTHER NOTICE** that, in accordance with the Interim Compensation  
5 Procedures Order, responses or objections to this Monthly Fee Statement, if any, must be filed and served  
6 on or before the 21st day (or the next business day if such day is not a business day) following the date  
7 the Monthly Fee Statement is served (the “Objection Deadline”) with this Court.  
8

9 **PLEASE TAKE FURTHER NOTICE** that upon the expiration of the Objection Deadline, the  
10 Applicant shall file a certificate of no objection with the Court, after which the Debtors are authorized  
11 and directed to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested  
12 in this Monthly Fee Statement. If an objection is properly filed, the Debtors shall be authorized and  
13 directed to pay the Applicant 80% of the fees and 100% of the expenses not subject to an objection.  
14

15  
16 Dated: July 18, 2019

17 Respectfully submitted,

18 **CENTERVIEW PARTNERS LLC**

19 By: /s/ Karn Chopra

20  
21 *Investment Banker for the Official Committee of*  
22 *Unsecured Creditors*  
23  
24  
25  
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28

**EXHIBIT A**

**Summary of Fees and Expenses for the Fee Period**

<b>Period</b>	<b>Total Fees</b>	<b>Less: 20% Holdback</b>	<b>Current Fee (Net of Holdback)</b>	<b>Plus: Expenses</b>	<b>Total Fees &amp; Expenses (Net of Holdback)</b>	<b>Total Fees &amp; Expenses (Incl. of Holdback)</b>
<i>Carryover</i>	–	–	–	\$5,304.79	\$5,304.79	\$5,304.79
<i>Expenses 3/1/2019- 3/31/2019</i>	\$250,000.00	(\$50,000.00)	\$200,000.00	\$14,412.21	\$214,412.21	\$264,412.21
<b>Total Fee Period</b>	<b>\$250,000.00</b>	<b>(\$50,000.00)</b>	<b>\$200,000.00</b>	<b>\$19,717.01</b>	<b>\$219,717.01</b>	<b>\$269,717.01</b>

**EXHIBIT B**

**Summary of Hours by Centerview Professionals for the Fee Period**

<b>Description</b>	<b><i>Sam Greene</i> Partner</b>	<b><i>John Cogan</i> Partner</b>	<b><i>Karn Chopra</i> Partner</b>	<b><i>Willem Beer</i> Managing Director</b>	<b><i>Whit Graham</i> Principal</b>	<b><i>Michael Martynowicz</i> Associate</b>	<b><i>Nicholas Ulanoff</i> Analyst</b>	<b>Total</b>
Financial Analysis / Drafting Materials	1.0	–	2.0	–	5.0	20.5	17.5	46.0
Internal Coordination with Committee and Co-Advisors	28.0	22.5	32.5	16.0	37.0	28.5	27.5	192.0
Coordination with Debtor and its Advisors	8.0	6.0	7.0	6.0	9.0	7.0	7.0	50.0
Diligence	–	–	–	–	–	–	–	–
Chapter 11 Court Process	–	–	–	–	–	–	–	–
Travel	12.0	12.0	–	12.0	12.0	–	–	48.0
Coordination with Other Groups	–	–	–	–	–	–	–	–
<b>Total</b>	<b>49.0</b>	<b>40.5</b>	<b>41.5</b>	<b>34.0</b>	<b>63.0</b>	<b>56.0</b>	<b>52.0</b>	<b>336.0</b>

**EXHIBIT C**

**SUMMARY OF EXPENSES**

**CARRYOVER EXPENSE DETAIL**

<b>Type</b>	<b>Expenses</b>
Transportation	\$5,304.79
<b>Total Carryover Expenses</b>	<b>\$5,304.79</b>

<b>Expense Type</b>	<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Amount</b>
Transportation	02/16/2019	Karn Chopra	Transportation While Traveling	120.29
Transportation	02/19/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/19/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	02/19/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/22/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/22/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Whit Graham	Booking / Refund / Other Fee	5.00
Transportation	02/26/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Willem Beer	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	02/26/2019	Willem Beer	Flight	820.50
Transportation	02/26/2019	Whit Graham	Flight	820.50
Transportation	02/26/2019	Willem Beer	Flight	977.53
Transportation	02/26/2019	John Cogan	Flight	977.53
Transportation	02/27/2019	Sam Greene	Flight	688.22
Transportation	02/27/2019	Sam Greene	Flight	785.24
Transportation	02/28/2019	Karn Chopra	Booking / Refund / Other Fee	5.00
Transportation	02/28/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
<b>Transportation<sup>2</sup></b>				<b>\$5,304.79</b>
<b>Total (Carryover Expenses)</b>				<b>\$5,304.79</b>

<sup>2</sup> Flight expenses for economy class tickets.

03/01/19-03/29/19

Type	Expenses
Transportation	\$10,170.70
Lodging	3,755.46
Meals	195.38
Communication	290.67
<b>Total Expenses (3/1/19-3/31/19)</b>	<b>\$14,412.21</b>

Expense Type	Date	Name	Description	Amount
Transportation	03/01/2019	Karn Chopra	Booking / Refund / Other Fee	5.00
Transportation	03/01/2019	Karn Chopra	Booking / Refund / Other Fee	5.00
Transportation	03/01/2019	Sam Greene	Booking / Refund / Other Fee	5.00
Transportation	03/01/2019	Sam Greene	Booking / Refund / Other Fee	5.00
Transportation	03/01/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/01/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/01/2019	Sam Greene	Booking / Refund / Other Fee	7.00
Transportation	03/01/2019	Sam Greene	Booking / Refund / Other Fee	7.00
Transportation	03/01/2019	Willem Beer	OT Transportation	15.96
Transportation	03/01/2019	Michael Martynowicz	OT Transportation	26.33
Transportation	03/04/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/04/2019	Sam Greene	Transportation While Traveling	11.15
Transportation	03/04/2019	Whit Graham	Transportation While Traveling	33.38
Transportation	03/04/2019	Willem Beer	OT Transportation	129.20
Transportation	03/04/2019	Sam Greene	Transportation While Traveling	172.16
Transportation	03/04/2019	Whit Graham	Flight	636.10
Transportation	03/05/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/05/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/05/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/05/2019	Whit Graham	Transportation While Traveling	13.00
Transportation	03/05/2019	Whit Graham	Transportation While Traveling	13.28
Transportation	03/05/2019	Willem Beer	Transportation While Traveling	27.00
Transportation	03/05/2019	John Cogan	Transportation While Traveling	60.94
Transportation	03/05/2019	Willem Beer	Transportation While Traveling	81.07
Transportation	03/06/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	5.00
Transportation	03/06/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	5.00
Transportation	03/06/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/06/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/06/2019	Nicholas Ulanoff	Booking / Refund / Other Fee	7.00
Transportation	03/06/2019	Whit Graham	Transportation While Traveling	13.72
Transportation	03/06/2019	Whit Graham	Transportation While Traveling	36.35
Transportation	03/06/2019	Nicholas Ulanoff	OT Transportation	38.51
Transportation	03/06/2019	Whit Graham	Transportation While Traveling	45.30
Transportation	03/06/2019	Willem Beer	Transportation While Traveling	47.34

<b>Expense Type</b>	<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Amount</b>
Transportation	03/12/2019	Marc Puntus	Booking / Refund / Other Fee	7.00
Transportation	03/12/2019	Marc Puntus	Booking / Refund / Other Fee	7.00
Transportation	03/12/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/14/2019	John Cogan	Transportation While Traveling	11.62
Transportation	03/14/2019	John Cogan	Transportation While Traveling	59.98
Transportation	03/14/2019	John Cogan	Transportation While Traveling	70.28
Transportation	03/15/2019	Nicholas Ulanoff	OT Transportation	10.25
Transportation	03/18/2019	Whit Graham	Transportation While Traveling	38.01
Transportation	03/19/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/20/2019	Nicholas Ulanoff	OT Transportation	24.24
Transportation	03/20/2019	Michael Martynowicz	Transportation While Traveling	29.34
Transportation	03/21/2019	Karn Chopra	Booking / Refund / Other Fee	5.00
Transportation	03/21/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/21/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/21/2019	Nicholas Ulanoff	OT Transportation	29.02
Transportation	03/21/2019	Whit Graham	OT Transportation	33.64
Transportation	03/21/2019	Whit Graham	OT Transportation	51.60
Transportation	03/21/2019	Karn Chopra	Flight	820.50
Transportation	03/22/2019	Michael Martynowicz	OT Transportation	31.59
Transportation	03/22/2019	Nicholas Ulanoff	OT Transportation	52.37
Transportation	03/22/2019	Sam Greene	Flight	869.07
Transportation	03/25/2019	Karn Chopra	Booking / Refund / Other Fee	7.00
Transportation	03/25/2019	Sam Greene	Booking / Refund / Other Fee	7.00
Transportation	03/25/2019	Nicholas Ulanoff	OT Transportation	14.78
Transportation	03/25/2019	John Cogan	Transportation While Traveling	40.46
Transportation	03/25/2019	John Cogan	Transportation While Traveling	63.27
Transportation	03/25/2019	Karn Chopra	Flight	743.25
Transportation	03/26/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/26/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/26/2019	Michael Martynowicz	OT Transportation	34.13
Transportation	03/26/2019	Whit Graham	OT Transportation	39.36
Transportation	03/26/2019	Whit Graham	Flight	472.60
Transportation	03/27/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/27/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/27/2019	Sam Greene	Booking / Refund / Other Fee	7.00
Transportation	03/27/2019	Sam Greene	Booking / Refund / Other Fee	7.00
Transportation	03/27/2019	Whit Graham	Flight	357.33
Transportation	03/27/2019	Willem Beer	Flight	742.44
Transportation	03/27/2019	Whit Graham	Flight	954.15
Transportation	03/27/2019	Willem Beer	Flight	954.15
Transportation	03/27/2019	John Cogan	Flight	961.62
Transportation	03/27/2019	John Cogan	Flight	961.62
Transportation	03/28/2019	Marc Puntus	Booking / Refund / Other Fee	5.00



Expense Type	Date	Name	Description	Amount
Transportation	03/28/2019	Marc Puntus	Booking / Refund / Other Fee	5.00
Transportation	03/28/2019	John Cogan	Booking / Refund / Other Fee	7.00
Transportation	03/28/2019	Whit Graham	Booking / Refund / Other Fee	7.00
Transportation	03/28/2019	Marc Puntus	Booking / Refund / Other Fee	7.00
Transportation	03/28/2019	Marc Puntus	Booking / Refund / Other Fee	7.00
Transportation	03/28/2019	Nicholas Ulanoff	OT Transportation	23.84
Transportation	03/29/2019	Nicholas Ulanoff	OT Transportation	27.41
<b>Transportation<sup>3</sup></b>				<b><u>\$10,170.70</u></b>
Lodging	03/04/2019	Nicholas Ulanoff	Hotel	600.00
Lodging	03/05/2019	Willem Beer	Hotel	600.00
Lodging	03/05/2019	John Cogan	Hotel	600.00
Lodging	03/05/2019	Sam Greene	Hotel	600.00
Lodging	03/05/2019	Sam Greene	Hotel	155.46
Lodging	03/07/2019	Whit Graham	Hotel	1,200.00
<b>Lodging<sup>4</sup></b>				<b><u>\$3,755.46</u></b>
Meals	03/05/2019	Sam Greene	Meals While Traveling	80.58 <sup>5</sup>
Meals	03/05/2019	Whit Graham	Meals While Traveling	25.00
Meals	03/06/2019	Whit Graham	Meals While Traveling	19.30
Meals	03/04/2019	Whit Graham	OT Meals in Office	6.29
Meals	03/04/2019	Whit Graham	OT Meals in Office	18.54
Meals	03/18/2019	Whit Graham	OT Meals in Office	23.92
Meals	03/21/2019	Whit Graham	OT Meals in Office	11.79
Meals	03/28/2019	Whit Graham	OT Meals in Office	9.96
<b>Meals</b>				<b><u>\$195.38</u></b>
Communication	03/04/2019	Willem Beer	Wifi on Plane	39.95
Communication	03/04/2019	Whit Graham	Wifi on Plane	39.95
Communication	03/04/2019	Whit Graham	Wifi on Plane	39.95
Communication	03/05/2019	Sam Greene	Wifi on Plane	16.00
Communication	03/06/2019	Sam Greene	Wifi on Plane	16.00
Communication	03/06/2019	Whit Graham	Wifi on Plane	39.95
Communication	03/12/2019	Karn Chopra	Wifi on Plane	7.50
Communication	03/13/2019	Karn Chopra	Wifi on Plane	32.42
Communication	03/16/2019	Sam Greene	Wifi on Plane	9.95
Communication	03/22/2019	Sam Greene	Wifi on Plane	12.00
Communication	03/22/2019	Sam Greene	Wifi on Plane	12.00
Communication	03/26/2019	Sam Greene	Wifi on Plane	25.00
<b>Communication</b>				<b><u>\$290.67</u></b>

<sup>3</sup> Flight expenses for economy class tickets.

<sup>4</sup> Hotel expenses on 3/04/2019 and 3/05/2019 reflect one night stays; hotel expense on 3/07/2019 reflects two night stay.

<sup>5</sup> Meal for two Centerview professionals.

<b>Expense Type</b>	<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Amount</b>
<b>Total (March 1 - March 31)</b>				<b><u>\$14,412.21</u></b>

**EXHIBIT D**

**COPY OF INVOICE**



Centerview Partners LLC  
31 West 52<sup>nd</sup> Street  
22<sup>nd</sup> Floor  
New York, NY 10019  
(212) 380-2650  
Tax ID: 20-0834979

July 18, 2019

PG&E Corporation and Pacific Gas and  
Electric Company  
Attention: John Boken & Michelle Repko  
AlixPartners  
865 South Figueroa Street Suite 2310,  
Los Angeles 90017

INVOICE # 1736.1.07.18.2019

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Monthly Advisory Fee per paragraph 2(a) of the engagement  
letter dated February 15, 2019:

March:	\$ 250,000.00
Carryover expenses:	5,304.79
Out-of-pocket expenses (3/1/19-3/31/19):	14,412.21
Total expense reimbursement requested:	<u>19,717.01</u>
Total	<u>\$ 269,717.01</u>

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Wire Instructions:

Account Name: Centerview Partners LLC  
Account #: 95331450  
Bank: Citibank NA  
ABA #: 021000089  
Bank Address: 153 East 53<sup>rd</sup> St, New York, NY 10022  
Contact: Accounting (212) 429-2435

---

**Notice Parties**

PG&E Corporation  
c/o Pacific Gas & Electric Company  
Attn: Janet Loduca, Esq.  
77 Beale Street  
San Francisco, CA 94105

Weil, Gotshal & Manges LLP  
Attn: Stephen Karotkin, Esq.  
Jessica Liou, Esq.  
Matthew Goren, Esq.  
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New York, NY 10153-0119

Keller & Benvenuto LLP  
Attn: Tobias S. Keller, Esq.  
Jane Kim, Esq.  
650 California Street, Suite 1900  
San Francisco, CA 94108

The Office of the United States Trustee for Region 17  
Attn: James L. Snyder, Esq.  
Timothy Laffredi, Esq.);  
450 Golden Gate Avenue, 5th Floor, Suite #05-0153  
San Francisco, CA 94102

Baker & Hostetler LLP  
Attn: Eric Sagerman, Esq. and  
Cecily Dumas, Esq.  
11601 Wilshire Boulevard, Suite 1400  
Los Angeles, CA 90025-0509